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*Counsel to the Ad Hoc Committee of Senior Unsecured  
Noteholders of Pacific Gas and Electric Company*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**-and-**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

Bankruptcy Case  
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**DECLARATION OF DAVID H. BOTTER IN  
SUPPORT OF THE *EX PARTE* MOTION OF  
THE AD HOC COMMITTEE OF SENIOR  
UNSECURED NOTEHOLDERS FOR  
ENTRY OF AN ORDER AUTHORIZING  
THE FILING OF THE RSA  
ENFORCEMENT MOTION UNDER SEAL  
AND GRANTING RELATED RELIEF**

☐ Affects PG&E Corporation

☐ Affects Pacific Gas and Electric Company

☒ Affects both Debtors

*\*All papers shall be filed in the Lead Case, No.  
19-30088 (DM).*

[No hearing requested.]

1 I, David H. Botter, pursuant to 11 U.S.C. § 1746, hereby declare under penalty of perjury that  
2 the following is true and correct to the best of my knowledge, information, and belief:

3 1. I am a Partner at Akin Gump Strauss Hauer & Feld LLP ("Akin Gump"), which has its  
4 principal office at One Bryant Park, New York, New York 10136 and is an independent, privately-held,  
5 global legal firm. I am authorized to make this declaration (this "Declaration") on behalf of Akin Gump  
6 and the Ad Hoc Committee of Senior Unsecured Noteholders of Pacific Gas and Electric Company (the  
7 "Ad Hoc Committee") in the above-captioned chapter 11 cases of Pacific Gas and Electric Company  
8 (the "Utility") and PG&E Corporation ("PG&E" and, together with the Utility, the "Debtors"). Unless  
9 otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein.

10 2. This Declaration is submitted in support of the *Motion of the Ad Hoc Committee of Senior*  
11 *Unsecured Noteholders for Entry of an Order Authorizing the Filing of the RSA Enforcement Motion*  
12 *under Seal and Granting Related Relief* (the "Sealing Motion"), filed concurrently herewith, which seeks  
13 entry of an order, substantially in the form attached thereto as Exhibit A, (i) authorizing the Ad Hoc  
14 Committee to file under seal the *Motion of the Ad Hoc Committee of Senior Unsecured Noteholders For*  
15 *Enforcement of the Noteholder RSA and Noteholder RSA Letter Agreement* (the "RSA Enforcement  
16 Motion") as it relates to the *Debtors' Motion Pursuant to 11 U.S.C. §§105 and 363 and Fed. R. Bankr.*  
17 *P. 9019 for Entry of an Order (I) Approving Case Resolution Contingency Process and (II) Granting*  
18 *Related Relief* [Docket No. 6398] (the "Case Resolution Contingency Process Motion"), (ii) directing  
19 that the RSA Enforcement Motion shall remain under seal and confidential and not made available to  
20 anyone without the consent of the Ad Hoc Committee or further order from the Court, and (iii) granting  
21 related relief.

22 3. The Ad Hoc Committee seeks a ruling from the Court that certain actions described more  
23 fully in the RSA Enforcement Motion do not violate the Noteholder RSA. The Ad Hoc Committee seeks  
24 such relief based on its understanding that the filing of the RSA Enforcement Motion itself may be  
25 asserted by the Debtors or the Shareholder Proponents to constitute a violation of the Noteholder RSA.  
26 Therefore, the Ad Hoc Committee would either have to publicly file the RSA Enforcement Motion, and  
27 thereby risk being accused of violating the Noteholder RSA, or not file the RSA Enforcement Motion  
28 and not express its views regarding the Debtors' Case Resolution Contingency Process.

1           4.       Despite the filing of the RSA Enforcement Motion, the Ad Hoc Committee continues to  
2 support the Amended Plan has no intent to breach its obligations under the Noteholder RSA.

3           Pursuant to 28 U.S.C. § 1746, I declare under the penalty of perjury, that the foregoing is true  
4 and correct.

5  
6 Dated: April 1, 2020

Respectfully submitted,

7  
8 By: /s/ David H. Botter  
David H. Botter